

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

IN RE: CAPACITORS ANTITRUST
LITIGATION

THIS DOCUMENT RELATES TO:
ALL INDIRECT PURCHASER ACTIONS

MASTER FILE NO. 3:14-cv-03264-JD
MDL No. 17-md-2801

[PROPOSED] ORDER GRANTING
FINAL APPROVAL OF CLASS
ACTION SETTLEMENTS WITH
DEFENDANTS HITACHI CHEMICAL,
SOSHIN, HOLY STONE, NCC/UCC,
AND RUBYCON, AND APPROVING
THE PLAN OF ALLOCATION

1 This matter has come before the Court to determine whether there is any cause why this
 2 Court should not approve Indirect Purchaser Plaintiffs' ("IPPs") settlements with Settling
 3 Defendants (1) Hitachi Chemical Co., Ltd, Hitachi AIC Inc., and Hitachi Chemical Co. America,
 4 Ltd. (collectively, "Hitachi Chemical"); (2) Soshin Electric Co., Ltd and Soshin Electronics of
 5 America, Inc. (together, "Soshin"); (3) Holystone Enterprise Co., Ltd, Holy Stone Holdings Co.,
 6 Ltd, Holy Stone Polytech Co., Ltd, and Milestone Global Technology, Inc. (collectively, "Holy
 7 Stone"); (4) Nippon Chemi-Con Corp. and United Chemi-Con Corp. (together, "NCC/UCC");
 8 and (5) Rubycon Corp. and Rubycon America Inc. (together, "Rubycon"); and approve IPPs' Plan
 9 of Allocation. The Court, having reviewed the motion, the Settlement Agreements, the pleadings
 10 and other papers on file in this action, and the statements of counsel and the parties, including at
 11 the October 17, 2018 Fairness Hearing, hereby finds that the Settlements and Plan of Allocation
 12 should be approved. Accordingly, the Court enters this Order of Final Approval.

13 Good cause appearing therefore:

14 **IT IS HEREBY ORDERED, ADJUDGED, AND DECREED THAT:**

15 1. The Court has jurisdiction over the subject matter of this litigation, and all actions
 16 within this litigation (collectively, the "Action") and over the parties to the Settlement
 17 Agreements, including all members of the Settlement Classes and the Settling Defendants.

18 2. For purposes of this Order, except as otherwise set forth herein, the Court
 19 incorporates the definitions contained in the Settlement Agreements. Dkt. Nos. 1844-3, 1844-4,
 20 2099-3, 2099-4, and 2099-5 in Case No. 14-3264.

21 3. The Court hereby finally approves and confirms the settlements set forth in the
 22 Settlement Agreements between Class Representatives and the Settling Defendants, and finds that
 23 said settlements are, in all respects, fair, reasonable, and adequate to the Settlement Classes
 24 pursuant to Rule 23 of the Federal Rules of Civil Procedure.

25 4. The following Classes are certified for settlement purposes only, pursuant to Rule
 26 23 of the Federal Rules of Civil Procedure:

a. HITACHI CHEMICAL

All persons and entities in the United States who, during the period from April 1, 2002 to February 28, 2014, purchased one or more Electrolytic Capacitor(s) from a distributor (or from an entity other than a Defendant) that a Defendant or alleged co-conspirator manufactured. Excluded from the Class are Defendants, their parent companies, subsidiaries and Affiliates, any co-conspirators, Defendants' attorneys in this case, federal government entities and instrumentalities, states and their subdivisions, all judges assigned to this case, all jurors in this case, and all persons and entities who directly purchased Capacitors from Defendants; and

All persons and entities in the United States who, during the period from January 1, 2002 to February 28, 2014, purchased one or more Film Capacitor(s) from a distributor (or from an entity other than a Defendant) that a Defendant or alleged co-conspirator manufactured. Excluded from the Class are Defendants, their parent companies, subsidiaries and Affiliates, any co-conspirators, Defendants' attorneys in this case, federal government entities and instrumentalities, states and their subdivisions, all judges assigned to this case, all jurors in this case, and all persons and entities who directly purchased Capacitors from Defendants.

b. SOSHIN

All persons and entities in the United States who, during the period from January 1, 2002 to February 28, 2014, purchased one or more Capacitor(s) from a distributor (or from an entity other than a Defendant) that a Defendant or alleged co-conspirator manufactured. Excluded from the Class are Defendants; their parent companies, subsidiaries and Affiliates; any co-conspirators; Defendants' attorneys in this case; federal government entities and instrumentalities, states and their subdivisions; all judges assigned to this case; all jurors in this case; and all Persons who directly purchased Capacitors from Defendants.

c. HOLYSTONE

All persons and entities in the United States who, during the period from April 1, 2002 to February 28, 2014, purchased one or more Electrolytic Capacitor(s) from a distributor (or from an entity other than a Defendant) that a Defendant or alleged co-conspirator manufactured. Excluded from the Class are Defendants, their parent companies, subsidiaries and Affiliates, any co-conspirators, Defendants' attorneys in this case, federal government entities and instrumentalities, states and their subdivisions, all judges assigned to this case, all jurors in this case, and all persons and entities who directly purchased Capacitors from Defendant.

1 **d. NCC/UCC**

2 All persons and entities in the United States who, during the period
 3 from April 1, 2002 to February 28, 2014, purchased one or more
 4 Electrolytic Capacitor(s) from a distributor (or from an entity other
 5 than a Defendant) that a Defendant or alleged co-conspirator
 6 manufactured. Excluded from the Class are Defendants, their
 7 parent companies, subsidiaries and Affiliates, any co-conspirators,
 8 Defendants' attorneys in this case, federal government entities and
 9 instrumentalities, states and their subdivisions, all judges assigned
 10 to this case, all jurors in this case, and all persons and entities who
 11 directly purchased Capacitors from Defendants; and

12 All persons and entities in the United States who, during the period
 13 from January 1, 2002 to February 28, 2014, purchased one or more
 14 Film Capacitor(s) from a distributor (or from an entity other than a
 15 Defendant) that a Defendant or alleged co-conspirator
 16 manufactured. Excluded from the Class are Defendants, their
 17 parent companies, subsidiaries and Affiliates, and any co-
 18 conspirators, Defendants' attorneys in this case, federal government entities and
 19 instrumentalities, states and their subdivisions, all judges assigned to this case, all jurors in this case,
 20 and all persons and entities who directly purchased Capacitors
 21 from Defendants.

22 **e. RUBYCON**

23 All persons and entities in the United States who, during the period
 24 from April 1, 2002 to February 28, 2014, purchased one or more
 25 Electrolytic Capacitor(s) from a distributor (or from an entity other
 26 than a Defendant) that a Defendant or alleged co-conspirator
 27 manufactured. Excluded from the Class are Defendants, their
 28 parent companies, subsidiaries and Affiliates, any co-conspirators,
 29 Defendants' attorneys in this case, federal government entities and
 30 instrumentalities, states and their subdivisions, all judges assigned
 31 to this case, all jurors in this case, and all persons and entities who
 32 directly purchased Capacitors from Defendants; and

33 All persons and entities in the United States who, during the period
 34 from January 1, 2002 to February 28, 2014, purchased one or more
 35 Film Capacitor(s) from a distributor (or from an entity other than a
 36 Defendant) that a Defendant or alleged co-conspirator
 37 manufactured. Excluded from the Class are Defendants, their
 38 parent companies, subsidiaries and Affiliates, any co-
 39 conspirators, Defendants' attorneys in this case, federal government entities and
 40 instrumentalities, states and their subdivisions, all judges assigned to this case, all jurors in this case,
 41 and all persons and entities who directly purchased Capacitors
 42 from Defendants.

1 5. These settlement classes shall be referred to herein as the “Settlement Classes.”

2 6. The Court finds the prerequisites to a class action under Federal Rule of Civil
3 Procedure 23(a) have been satisfied for settlement purposes by each of the Settlement Classes in
4 that:

5 a. there are at least thousands of geographically dispersed settlement class
6 members, making joinder of all members impracticable;

7 b. there are questions of law and fact common to the settlement classes which
8 predominate over individual issues

9 c. the claims or defenses of the class representatives are typical of the claims
10 or defenses of the settlement classes;

11 d. the Indirect Purchaser Plaintiffs will fairly and adequately protect the
12 interests of the settlement classes, and have retained counsel experienced in antitrust class
13 action litigation who have, and will continue to, adequately represent the settlement classes; and

14 e. resolution through class settlements is superior to individual settlements.

15 7. The Court finds that this Action may be maintained as a class action under Federal
16 Rule of Civil Procedure 23(b)(3) for settlement because: (i) questions of fact and law common to
17 members of the Settlement Classes predominate over any questions affecting only the claims of
18 individual members; and (ii) a class action is superior to other available methods for the fair and
19 efficient adjudication of this controversy.

20 8. Pursuant to Federal Rule of Civil Procedure 23(g), the Court hereby confirms that
21 Cotchett, Pitre & McCarthy LLP is appointed as Settlement Class Counsel, and that Indirect
22 Purchaser Plaintiffs Michael Brooks, CAE Sound, Steve Wong, Toy-Knowlogy Inc., AGS
23 Devices Co., AGS Devices Ltd., J&O Electronics, Nebraska Dynamics, Inc., Angstrom, Inc.,
24 MakersLED and In Home Tech Solutions, Inc. are appointed to serve as Class Representatives on
25 behalf of the Settlement Classes.

26 9. IPPs’ notice of the Class Settlements to the Settlement Classes was the best notice
27 practicable under the circumstances. The notice satisfied due process and provided adequate

1 information to the Settlement Classes of all matters relating to the Class Settlements, and fully
2 satisfied the requirements of Federal Rules of Civil Procedure 23(c)(2) and (e)(1).

3 10. The persons and entities identified in Exhibit A to this Order have timely and
4 validly requested exclusion from the Settlement Classes and, therefore, are excluded from those
5 Settlement Classes identified. Such persons and entities are not included in or bound by this Order
6 as it relates to the specific settlement or settlements for which they opted-out. Such persons and
7 entities are not entitled to any recovery of the settlement proceeds obtained through these Class
8 Settlements.

9 11. No valid objections were filed regarding any of the Class Settlements.

10 12. The Court finds that IPPs' proposed Plan of Allocation, proposing to pay putative
11 Class Members on a *pro rata* basis based on qualifying purchases of capacitors and on the type
12 and extent of injury suffered by each class member in those states which permit indirect purchaser
13 claims is fair, reasonable, and adequate. *In re Citric Acid Antitrust Litig.*, 145 F. Supp. 2d 1152,
14 1154 (N.D. Cal. 2001). The Plan of Allocation does not unfairly favor any Class Member, or
15 group of Class Members, to the detriment of others. The Plan of Allocation being approved
16 herein is the same Plan that has previously been approved by this Court in connection with earlier
17 settlements in this case.

18 13. Without affecting the finality of this Order in any way, this Court hereby retains
19 continuing jurisdiction over:

- 20 a. implementation of these settlements and any distribution to members of the
21 Settlement Classes pursuant to further orders of this Court;
- 22 b. disposition of the Settlement Fund;
- 23 c. determining attorneys' fees, costs, expenses, and interest;
- 24 d. the Action until Final Judgment contemplated hereby has become effective and
25 each and every act agreed to be performed by the parties all have been
26 performed pursuant to the Settlement Agreements;

1 e. hearing and ruling on any matters relating to the plan of allocation of
2 settlement proceeds; and
3 f. all parties to the Action and Releasing Parties, for the purpose of enforcing and
4 administering the Settlement Agreements and the mutual releases and other
5 documents contemplated by, or executed in connection with the Agreement.

6 14. The Court finds, pursuant to Rules 54(a) and (b) of the Federal Rules of Civil
7 Procedure, that Final Judgments of Dismissal with prejudice as to the Settling Defendants
8 ("Judgments") should be entered forthwith and further finds that there is no just reason for delay
9 in the entry of the Judgments, as Final Judgments, in accordance with the Settlement Agreements.

10 **IT IS SO ORDERED.**

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12 Dated: June 14, 2019

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15 Hon. James Donato
16 United States District Judge
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EXHIBIT A**Exclusions from Settlement Class(es)**

Name	Exclusion Request Timely	Settlement Class(es) Excluded From
Gayle L. Roberts	Yes	Hitachi Soshin Rubycon Holystone Nippon/United Chemi-con
Peter Zdinak	Yes	Hitachi Soshin Rubycon Holystone Nippon/United Chemi-con
LingoTeach Inc	Yes	Hitachi Soshin Rubycon Holystone Nippon/United Chemi-con
Plexus Corp	Yes	Rubycon Nippon/United Chemi-con
Plexus Asia, Ltd.	Yes	Rubycon Nippon/United Chemi-con
Plexus Corp. Limited	Yes	Rubycon Nippon/United Chemi-con
Plexus Corporation (UK) Limited	Yes	Rubycon Nippon/United Chemi-con
Plexus Deutschland GmbH	Yes	Rubycon Nippon/United Chemi-con
Plexus Electronica S. de R.L. de C.V.	Yes	Rubycon Nippon/United Chemi-con
Plexus (Hangzhou) Co., Ltd.	Yes	Rubycon Nippon/United Chemi-con
Plexus International Services, Inc.	Yes	Rubycon Nippon/United Chemi-con
Plexus Intl. Sales & Logistics, LLC	Yes	Rubycon Nippon/United Chemi-con

	<u>Name</u>	<u>Exclusion Request Timely</u>	<u>Settlement Class(es) Excluded From</u>
1	Plexus Manufacturing Sdn. Bhd.	Yes	Rubycon Nippon/United Chemi-con
2	Plexus Services RO S.R.L.	Yes	RubyconNippon/United Chemi-con
3	Plexus (Xia men) Co., Ltd.	Yes	Rubycon Nippon/United Chemi-con
4	Plexus (Zhejiang) Co., Ltd	Yes	Rubycon Nippon/United Chemi-con
5	Plexus Corp. (Kelso) Limited	Yes	Rubycon Nippon/United Chemi-con
6	Plexus Corp. (Maldon) Limited	Yes	Rubycon Nippon/United Chemi-con
7	Plexus Services Corp.	Yes	Rubycon Nippon/United Chemi-con
8	Plexus Technology Group, Inc.	Yes	Rubycon Nippon/United Chemi-con
9	Plexus Electronic Assembly Corp.	Yes	Rubycon Nippon/United Chemi-con
10	Plexus NPI Plus Corp.	Yes	Rubycon Nippon/United Chemi-con
11	Plexus Nampa LLC	Yes	Rubycon Nippon/United Chemi-con
12	Plexus Aerospace, Defense and Security Services, LLC USA	Yes	Rubycon Nippon/United Chemi-con
13	Plexus QS, LLC	Yes	Rubycon Nippon/United Chemi-con
14	Plexus Management Services Corporation USA	Yes	Rubycon Nippon/United Chemi-con
15	Plexus (Thailand) Co., Ltd.	Yes	Rubycon Nippon/United Chemi-con
16	PTL Information Technology Services Corp.	Yes	Rubycon Nippon/United Chemi-con
17	Plexus Services Americas, S. de R.L. de C.V.	Yes	Rubycon Nippon/United Chemi-con

	<u>Name</u>	<u>Exclusion Request Timely</u>	<u>Settlement Class(es) Excluded From</u>
1	Microsoft Mobile, Inc. and Microsoft Mobile Oy	Yes	Soshin Rubycon Holystone Nippon/United Chemi-con
2	Microsoft Corporation	Yes	Soshin Rubycon Holystone Nippon/United Chemi-con
3	Microsoft Corporation's Subsidiaries	Yes	Soshin Rubycon Holystone Nippon/United Chemi-con
4	Nokia Corporation (Finland)	Yes	Soshin Rubycon Holystone Nippon/United Chemi-con
5	Nokia Sales International Oy (Finland)	Yes	Soshin Rubycon Holystone Nippon/United Chemi-con
6	Nokia India Pvt. Ltd. (India)	Yes	Soshin Rubycon Holystone Nippon/United Chemi-con
7	OOO Nokia (Russia)	Yes	Soshin Rubycon Holystone Nippon/United Chemi-con
8	Nokia (China) Investment Co., Ltd. (China)	Yes	Soshin Rubycon Holystone Nippon/United Chemi-con
9	Nokia Telecommunications Ltd. (China)	Yes	Soshin Rubycon Holystone Nippon/United Chemi-con
10	Nokia Inc. (United States)	Yes	Soshin Rubycon Holystone Nippon/United Chemi-con

	<u>Name</u>	<u>Exclusion Request Timely</u>	<u>Settlement Class(es) Excluded From</u>
1	Nokia UK Limited (United Kingdom)	Yes	Soshin Rubycon Holystone Nippon/United Chemi-con
2	Nokia do Brasil Technologia Ltda (Brazil)	Yes	Soshin Rubycon Holystone Nippon/United Chemi-con
3	Nokia TMC Limited (South Korea)	Yes	Soshin Rubycon Holystone Nippon/United Chemi-con
4	Nokia (Thailand) Ltd. (Thailand)	Yes	Soshin Rubycon Holystone Nippon/United Chemi-con
5	Nokia Solutions and Networks B.V. (The Netherlands)	Yes	Soshin Rubycon Holystone Nippon/United Chemi-con
6	Nokia Solutions and Networks Oy (Finland)	Yes	Soshin Rubycon Holystone Nippon/United Chemi-con
7	Nokia Solutions and Networks US LLC (United States)	Yes	Soshin Rubycon Holystone Nippon/United Chemi-con
8	Nokia Solutions and Networks Japan Corp (Japan)	Yes	Soshin Rubycon Holystone Nippon/United Chemi-con
9	Nokia Solutions and Networks India Private Limited (India)	Yes	Soshin Rubycon Holystone Nippon/United Chemi-con
10	Nokia Solutions and Networks System Technology (Beijing) Co., Ltd (China)	Yes	Soshin Rubycon Holystone Nippon/United Chemi-con

	<u>Name</u>	<u>Exclusion Request Timely</u>	<u>Settlement Class(es) Excluded From</u>
1	Nokia Solutions and Networks Branch Operations Oy (Finland)	Yes	Soshin Rubycon Holystone Nippon/United Chemi-con
2	Nokia Solutions and Networks Korea Ltd (South Korea)	Yes	Soshin Rubycon Holystone Nippon/United Chemi-con
3	Nokia Solutions and Networks do Brasil Telecomunicações Ltda (Brazil)	Yes	Soshin Rubycon Holystone Nippon/United Chemi-con
4	Nokia Solutions and Networks Technology Service Co., Ltd (China)	Yes	Soshin Rubycon Holystone Nippon/United Chemi-con
5	HERE Holding Corporation (United States)	Yes	Soshin Rubycon Holystone Nippon/United Chemi-con
6	HERE Global B.V. (The Netherlands)	Yes	Soshin Rubycon Holystone Nippon/United Chemi-con
7	HERE Europe B.V. (The Netherlands)	Yes	Soshin Rubycon Holystone Nippon/United Chemi-con
8	HERE North America LLC (United States)	Yes	Soshin Rubycon Holystone Nippon/United Chemi-con
9	HERE Deutschland GmbH (Germany)	Yes	Soshin Rubycon Holystone Nippon/United Chemi-con
10	Nokia Finance International B.V. (The Netherlands)	Yes	Soshin Rubycon Holystone Nippon/United Chemi-con

	<u>Name</u>	<u>Exclusion Request Timely</u>	<u>Settlement Class(es) Excluded From</u>
1	Nokia GmbH (Germany)	Yes	Soshin Rubycon Holystone Nippon/United Chemi-con
2	Nokia Capitel Telecommunications Ltd. (China)	Yes	Soshin Rubycon Holystone Nippon/United Chemi-con
3	Dongguan Nokia Mobile Phones Company Ltd. (China)	Yes	Soshin Rubycon Holystone Nippon/United Chemi-con
4	Nokia Komarom Kft (Hungary)	Yes	Soshin Rubycon Holystone Nippon/United Chemi-con
5	Nokia Romania SRL (Romania)	Yes	Soshin Rubycon Holystone Nippon/United Chemi-con
6	Nokia Communications Equipment (Shanghai) Ltd (China)	Yes	Soshin Rubycon Holystone Nippon/United Chemi-con
7	Nokia (HK) Ltd (Hong Kong)	Yes	Soshin Rubycon Holystone Nippon/United Chemi-con
8	Nokia Mobile Phone Manufacturing (HK) Ltd (Hong Kong)	Yes	Soshin Rubycon Holystone Nippon/United Chemi-con
9	Nokia Mobile Communications KK (formerly Nokia Mobile Phone Japan)	Yes	Soshin Rubycon Holystone Nippon/United Chemi-con
10	Dell Inc.	Yes	Rubycon Holystone Nippon/United Chemi-con

	<u>Name</u>	<u>Exclusion Request Timely</u>	<u>Settlement Class(es) Excluded From</u>
1	Dell Technologies, Inc.	Yes	Rubycon Holystone Nippon/United Chemi-con
2	EMC Corporation	Yes	Rubycon Holystone Nippon/United Chemi-con
3	Wyse Technology, Inc.	Yes	Rubycon Holystone Nippon/United Chemi-con